

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:)	
)	Chapter 11
)	
THE READER'S DIGEST ASSOCIATION,)	Case No. 09-23529 (RDD)
INC., <i>et al.</i> ,)	
)	
Debtors.)	Jointly Administered
)	

**NOTICE OF FILING OF THE REVISED THIRD AMENDED SCHEDULE OF
EXECUTORY CONTRACTS TO BE REJECTED PURSUANT TO THE THIRD
AMENDED PROPOSED JOINT CHAPTER 11 PLAN OF REORGANIZATION OF
THE READER'S DIGEST ASSOCIATION, INC. AND ITS DEBTOR AFFILIATES**

PLEASE TAKE NOTICE THAT, on February 18, 2010, The Reader's Digest Association, Inc. and certain of its affiliates, as debtors and debtors in possession (collectively, the "**Debtors**"),¹ filed the Third Amended Schedule of Executory Contracts to be Rejected Pursuant to the Third Amended Joint Chapter 11 Plan of Reorganization of The Reader's Digest Association, Inc. and Its Debtor Affiliates [Docket No. 652] (the "**Third Amended Schedule**"). The Third Amended Schedule identified additional contracts to be rejected under the Third Amended Proposed Joint Chapter 11 Plan of Reorganization of The Reader's Digest Association, Inc. and Its Debtor Affiliates [Docket No. 310] (as amended from time to time, the "**Plan**") effective as of the Effective Date.² The contracts listed on the Third Amended Schedule were

¹ The Debtors in these chapter 11 cases who are proponents of this Plan, along with the last four digits of each Debtor's federal tax identification number, are: Alex Inc. (5531); Allrecipes.com, Inc. (3797); Ardee Music Publishing, Inc. (2291); Christmas Angel Productions, Inc. (2729); CompassLearning, Inc. (6535); Direct Entertainment Media Group, Inc. (2306); Direct Holdings Americas Inc. (1045); Direct Holdings Custom Publishing Inc. (7452); Direct Holdings Customer Service, Inc. (9015); Direct Holdings Education Inc. (5535); Direct Holdings Libraries Inc. (7299); Direct Holdings U.S. Corp. (4998); Funk & Wagnalls Yearbook Corp. (3787); Gareth Stevens, Inc. (2742); Home Service Publications, Inc. (9525); Pegasus Asia Investments Inc. (0077); Pegasus Investment, Inc. (4252); Pegasus Sales, Inc. (3259); Pleasantville Music Publishing, Inc. (2289); R.D. Manufacturing Corporation (0230); RD Large Edition, Inc. (1489); RD Publications, Inc. (9115); RD Walking, Inc. (6509); RDA Holding Co. (7045); RDA Sub Co. (0501); Reader's Digest Children's Publishing, Inc. (6326); Reader's Digest Consumer Services, Inc. (8469); Reader's Digest Entertainment, Inc. (4742); Reader's Digest Financial Services, Inc. (7291); Reader's Digest Latinoamerica, S.A. (5836); Reader's Digest Sales and Services, Inc. (2377); Reader's Digest Sub Nine, Inc. (2727); Reader's Digest Young Families, Inc. (6158); Reiman Manufacturing, LLC (8760); Reiman Media Group, Inc. (1192); Retirement Living Publishing Company, Inc. (9118); Saguaro Road Records, Inc. (2310); Taste of Home Media Group, Inc. (1190); Taste of Home Productions, Inc. (1193); The Reader's Digest Association, Inc. (6769); Travel Publications, Inc. (2927); W.A. Publications, LLC (0229); WAPLA, LLC (9272); Weekly Reader Corporation (3780); Weekly Reader Custom Publishing, Inc. (3276); World Almanac Education Group, Inc. (3781); World Wide Country Tours, Inc. (1189); WRC Media, Inc. (6536). The location of the Debtors' corporate headquarters is: 1 Reader's Digest Road, Pleasantville, NY 10570.

² All capitalized terms used by not otherwise defined herein shall have the meanings set forth in the Plan.

supplemental contracts—the Debtors have not made any further modifications to the Contract/Lease Rejection Schedule.

PLEASE TAKE FURTHER NOTICE THAT, attached hereto as **Exhibit A**, is a revised Third Amended Schedule (the “***Revised Third Amended Schedule***”). The contracts listed on the Revised Third Amended Schedule are supplemental contracts—the Debtors have not made any further modifications to the Contract/Lease Rejection Schedule.

Additional Information

Questions/Information. Copies of the attached schedule, Plan, Bar Date Order, proof of claim forms or any other pleadings filed in these cases are available free of charge from KCC by calling (866) 967-0491, emailing kcc_rda@kccllc.com or visiting <http://www.kccllc.net/readers>.

No Admissions. Neither the exclusion nor inclusion of a contract on the Contract/Lease Rejection Schedule, including **Exhibit A** hereto, nor anything contained herein or in the Plan, as applicable, is or shall be deemed to constitute an admission by the Debtors that such contract is in fact an Executory Contract or that any Debtor or Reorganized Debtor, as applicable, has any liability thereunder or related thereto.

Reservation of Rights. **NOTHING IN THIS NOTICE IS OR SHALL BE DEEMED TO CONSTITUTE A WAIVER OF ANY RIGHTS OF THE DEBTORS TO DISPUTE ANY CLAIMS, ASSERT ANY COUNTERCLAIMS, RIGHTS OF OFFSET OR RECOUPMENT, DEFENSES TO ANY CLAIM, OBJECT TO ANY CLAIM OR SEEK TO ESTIMATE ANY CLAIM. ANY AFFECTED CLAIMANTS WILL RECEIVE A SEPARATE NOTICE THEREOF.**

Dated: February 19, 2010
New York, New York

/s/ Nicole L. Greenblatt

James H.M. Sprayregen P.C.

Paul M. Basta

Nicole L. Greenblatt

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Exhibit A

Revised Third Amended Schedule

Exhibit A
Contract/Lease Rejection Schedule

COUNTERPARTY NAME / CONTRACT DESCRIPTION	DEBTOR	REF ID	DATE
DIRECTORS GUILD OF AMERICA, INC.			
DIRECTORS GUILD OF AMERICA, INC. - BASIC AGREEMENT	READER'S DIGEST ENTERTAINMENT, INC.	5088277	-
GANYMEDE PRODUCTIONS, INC., SUE GRAFTON & STEVE HUMPHREY			
GANYMEDE PRODUCTIONS, INC. - AGREEMENT	READER'S DIGEST ENTERTAINMENT, INC.	5088289	07/03/1984
SUE GRAFTON & STEVE HUMPHREY - AGREEMENT	READER'S DIGEST ENTERTAINMENT, INC.	5088278	07/03/1984
ITC ENTERTAINMENT			
ITC ENTERTAINMENT GROUP - AGREEMENT	READER'S DIGEST ENTERTAINMENT, INC.	5088280	12/13/1985
ITC ENTERTAINMENT, INC. - AGREEMENT	READER'S DIGEST ENTERTAINMENT, INC.	5088279	12/13/1985
ITV STUDIOS GLOBAL ENTERTAINMENT			
ITV STUDIOS GLOBAL ENTERTAINMENT - AGREEMENT	READER'S DIGEST ENTERTAINMENT, INC.	5088281	-
POTTERTON PRODUCTIONS, INC.			
POTTERTON PRODUCTIONS, INC. - PRODUCTION AGREEMENTS	THE READER'S DIGEST ASSOCIATION, INC.	5088284	-
PYRAMID MEDIA			
PYRAMID MEDIA - DISTRIBUTION AGREEMENTS	THE READER'S DIGEST ASSOCIATION, INC.	5088285	-
SCREEN ACTORS GUILD			
SCREEN ACTORS GUILD - 1983 TELEVISION AMPTP AGREEMENT	READER'S DIGEST ENTERTAINMENT, INC.	5088286	-
VICKIE PATIK			
VICKIE PATIK - AGREEMENT	READER'S DIGEST ENTERTAINMENT, INC.	5088283	01/23/1985
VICKIE PATIK D/B/A VICKIE PATIK PRODUCTIONS - AGREEMENT	READER'S DIGEST ENTERTAINMENT, INC.	5088282	01/23/1985
WRITERS GUILD OF AMERICA, WEST, INC.			
WRITERS GUILD OF AMERICA, WEST, INC. - 1986 SETTLEMENT AGREEMENT	READER'S DIGEST ENTERTAINMENT, INC.	5088288	-
WRITERS GUILD OF AMERICA, WEST, INC. - MINIMUM BASIC AGREEMENT	READER'S DIGEST ENTERTAINMENT, INC.	5088287	-